

**ATTACHMENT 2**

**Proposed Order Granting Fortieth Omnibus Objection (Non-Substantive) of the Puerto Rico Highways and Transportation Authority and Employees Retirement System of the Government of the Commonwealth of Puerto Rico to Claims Asserted Against the Incorrect Debtor**

**UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF PUERTO RICO**

In re:

THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

THE COMMONWEALTH OF PUERTO RICO, *et*  
*al.*,

Debtors.<sup>1</sup>

PROMESA

Title III

No. 17 BK 3283-LTS

(Jointly Administered)

**This filing relates to HTA and  
ERS.**

**ORDER GRANTING FORTIETH OMNIBUS OBJECTION  
(NON-SUBSTANTIVE) OF THE PUERTO RICO HIGHWAYS AND  
TRANSPORTATION AUTHORITY AND EMPLOYEES RETIREMENT SYSTEM OF  
THE GOVERNMENT OF THE COMMONWEALTH OF PUERTO RICO  
TO CLAIMS ASSERTED AGAINST THE INCORRECT DEBTOR**

Upon the *Fortieth Omnibus Objection (Non-Substantive) of the Puerto Rico Highways and Transportation Authority and Employees Retirement System of the Government of the Commonwealth of Puerto Rico to Claims Asserted Against the Incorrect Debtor* (“Fortieth Omnibus Objection”)<sup>2</sup> filed by the Puerto Rico Highways and Transportation Authority (“HTA”) and Employees Retirement System of the Government of Puerto Rico (“ERS”), by and through the Financial Oversight and Management Board for Puerto Rico (the “Oversight Board”), dated

<sup>1</sup> The Debtors in these Title III Cases, along with each Debtor’s respective Title III case number and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (the “Commonwealth”) (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); and (v) Puerto Rico Electric Power Authority (“PREPA” and together with the Commonwealth, COFINA, HTA, and ERS, the “Debtors”) (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

<sup>2</sup> Capitalized terms not otherwise defined herein shall have the meanings given to such terms in the Fortieth Omnibus Objection.

June 6, 2019, for entry of an order reclassifying certain claims filed against HTA or ERS, as more fully set forth in the Fortieth Omnibus Objection and the supporting exhibits thereto; and the Court having jurisdiction to consider the Fortieth Omnibus Objection and to grant the relief requested therein pursuant to PROMESA section 306(a); and venue being proper pursuant to PROMESA section 307(a); and due and proper notice of the Fortieth Omnibus Objection having been provided to those parties identified therein, and no other or further notice being required; and each of the claims identified in the column titled “Asserted” in Exhibit A to the Fortieth Omnibus Objection having improperly identified HTA or ERS as obligor, when such claims are properly asserted, if at all, against the Commonwealth of Puerto Rico (the “Commonwealth”); and the Court having determined that the relief sought in the Fortieth Omnibus Objection is in the best interest of the Debtors, their creditors, and all the parties in interest; and the Court having determined that the legal and factual bases set forth in the Fortieth Omnibus Objection establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is hereby

ORDERED that the Fortieth Omnibus Objection is GRANTED as set forth herein; and it is further

ORDERED that the claims identified in the column titled “Asserted” in Exhibit A to the Fortieth Omnibus Objection are hereby reclassified to be claims asserted against the Commonwealth, as indicated in the column titled “Corrected” in Exhibit A to the Fortieth Omnibus Objection; and it is further

ORDERED that the Debtors’ right to object to the Reclassified Claims is reserved; and it is further

ORDERED that Prime Clerk, LLC, is authorized and directed, in the official claims register in the Title III Cases, to move the claims identified in the column titled “Asserted” in Exhibit A to

Fortieth Omnibus Objection, from the HTA Title III Case or ERS Title III Case, as applicable, to be asserted in the Commonwealth Title III Case, as indicated in the column titled “Corrected” in Exhibit A to the Fortieth Omnibus Objection; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, or enforcement of this Order.

Dated: \_\_\_\_\_

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Honorable Judge Laura Taylor Swain  
United States District Judge